

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

<b>In Re:</b>	§	<b>Chapter 11</b>
	§	
<b>W.R. GRACE &amp; CO., et al.,</b>	§	<b>Jointly Administered</b>
	§	<b>Case No. 01-01139 (JKF)</b>
<b>Debtors.</b>	§	
	§	

**FEE AUDITOR'S FINAL REPORT REGARDING  
FEE APPLICATION OF DELOITTE & TOUCHE LLP  
FOR THE TWELFTH INTERIM PERIOD**

This is the final report of Warren H. Smith & Associates, P.C., acting in its capacity as fee auditor in the above-captioned bankruptcy proceedings, regarding the Fee Application of Deloitte & Touche LLP for the Twelfth Interim Period (the "Application").

**BACKGROUND**

1. Deloitte & Touche LLP ("Deloitte") was retained as advisor regarding custom procedures review services, tax advice, and compensation and benefits services to the Debtors and Debtors in Possession. In the Application, Deloitte seeks approval of fees totaling \$151,981.00 and costs totaling \$50.00 for its services from January 1, 2004, through March 31, 2004.

2. In conducting this audit and reaching the conclusions and recommendations contained herein, we reviewed in detail the Application in its entirety, including each of the time entries included in the exhibits to the Application, for compliance with 11 U.S.C. § 330, Local Rule 2016-2 of the Local Rules of the United States Bankruptcy Court for the District of Delaware, Amended Effective February 1, 2001, and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. 330, Issued January 30,

1996, (the "Guidelines"), as well as for consistency with precedent established in the United States Bankruptcy Court for the District of Delaware, the United States District Court for the District of Delaware, and the Third Circuit Court of Appeals.

### **DISCUSSION**


3. We have no objections to, or issues with, the Application, and thus we did not send an initial report to Deloitte.

### **CONCLUSION**

4. Thus, we recommend approval of fees totaling \$151,981.00 and costs totaling \$50.00 for Deloitte's services from January 1, 2004, through March 31, 2004.

Respectfully submitted,

**WARREN H. SMITH & ASSOCIATES, P.C.**


By:   
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**FEE AUDITOR**

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing document has been served First Class United States mail to the attached service list on this 30<sup>th</sup> day of July, 2004.

  
\_\_\_\_\_  
Warren H. Smith

**SERVICE LIST**

Notice Parties

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